

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

IN RE:

MEDCO/EXPRESS SCRIPTS MERGER  
LITIGATION

Civil Action No. 11-4211 (DMC) (MF)

**[PROPOSED] ORDER GRANTING IN PART AND DENYING IN PART  
MOTION FOR AWARD OF ATTORNEYS' FEES AND EXPENSES**

This matter having been presented to the Court by Carella, Byrne, Cecchi Olstein, Brody & Agnello, Grant & Eisenhofer P.A. and Bernstein Litowitz Berger & Grossman LLP, on a Motion for an Order Awarding Attorneys' Fees and Expenses, the Court having reviewed the submissions of the parties, having heard argument of counsel, and for good cause shown,

IT IS HEREBY ORDERED this \_\_\_\_ day of \_\_\_\_\_, 2012;

1. The Application for an award of \$18,000,000 of attorneys' fees, plus out of pocket expenses is DENIED; and
2. The Court will award all counsel representing the class in this case \$\_\_\_\_\_ in attorneys' fees plus reasonable out of pocket expenses of \_\_\_\_\_.

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HON. DENNIS M. CAVANAUGH, U.S.D.J.